## Amendment

In response to the Office Action dated October 2, 2001, please amend the application as follows:

## IN THE CLAIMS:

Please cancel Claims 2-28, 30, and 32 without prejudice to or disclaimer of the subject matter therein.

Please amend Claim 29 as follows. A marked-up copy of Claim 29 showing the changes made thereto, is attached. Note that all the claims currently pending in this application, including those not presently being amended, have been reproduced below for the Examiner's convenience.

(Amended) A zoom lens comprising, in order from an object side to an image side,

a first lens unit of negative refractive power, located closer to the object side than any lens units of the zoom lens, said first lens unit consisting of, in order from the object side to the image side, a positive lens element, a negative lens element and a positive lens element; and

a second lens unit of positive refractive power, said second lens unit consisting of three positive lens elements and a negative lens element,

wherein the separation between the first lens unit and the second lens unit is varied during zooming, and the following condition is satisfied:

 $3 \le NL1 \le 4$ 

 $NL2 \leq NL1$ 

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wherein NL1 and NL2 are the numbers of lens elements comprising the first lens unit and the second lens unit, respectively.

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- 31. A zoom lens according to Claim 29, wherein said second lens unit consists of, in order from the object side to the image side, a positive lens element, a positive lens element, a negative lens element and a positive lens element.
  - 33. A zoom lens comprising, in order from an object side to an image side,

a first lens unit of negative refractive power, located closer to the object side than any lens units of the zoom lens,

a second lens unit of positive refractive power, said second lens unit consisting of, in order from the object side to the image side, a positive lens element, a positive lens element, a negative lens element and a positive lens element,

wherein the separation between the first lens unit and the second lens unit is varied during zooming, and the following condition is satisfied.

 $3 \le NL1 \le 4$ 

 $NL2 \leq NL1$ 

wherein NL1 and NL2 are the numbers of lens elements comprising the first lens unit and the second lens unit, respectively.

Please add new Claims 34-50 as follows:

6. 34. (New) A zoom lens comprising, in order from an object side to an image side,

a first lens unit of negative refractive power, located closer to the object side than any lens units of the zoom lens, and

a second lens unit of positive refractive power, said second lens unit consisting of, in order from the object side to the image side, a positive lens element, a negative lens element and a positive lens element,

wherein the separation between the first lens unit and the second lens unit is varied during zooming, and the following condition is satisfied:

$$3 \le NL1 \le 4$$

wherein NL1 is the number of lens elements comprising the first lens unit.

35. (New) A zoom lens according to Claim 3/4,

wherein said first lens unit consists of, in order from the object side to the image side, a negative lens element, a negative lens element and a positive lens element.

36. (New) A zoom lens according to Claim 35,

wherein said first lens unit consists of, in order from the object side to the image side, two negative lens elements of meniscus form convex toward the object side and a positive lens element of meniscus form convex toward the object side.

4

b 37. (New) A zoom lens according to Claim 3A

wherein said first lens unit consists of, in order from the object side to the image side, a positive lens element, a negative lens element and a positive lens element.

38. (New) A zoom lens according to Claim 3/7,

wherein said first lens unit consists of, in order from the object side to the image side, a positive lens element of bi-convex form, two negative lens elements of meniscus form convex toward the object side and a positive lens element of meniscus form convex toward the object side.

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39. (New) A zoom lens according to Claim 34.

wherein said second lens unit has an aspherical surface closest to the object side.

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40. (New) A zoom lens comprising in order from an object side to an image side,

a first lens unit of negative refractive power, located closer to the object side than any lens units of the zoom lens, said first lens unit consisting of, in order from the object side to the image side, a negative lens element, a negative lens element and a positive lens element, and

a second lens unit of positive refractive power, said second lens unit having a positive lens element located closest to the object side and consisting of two positive lens elements and a negative lens element,

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wherein the separation between the first lens unit and the second lens unit is varied during zooming.

41. (New) A zoom lens according to Claim 46,

wherein said first lens unit consists of, in order from the object side to the image side, two negative lens elements of meniscus form convex toward the object side and a positive lens element of meniscus form convex toward the object side.

42. (New) A zoom lens according to Claim 40,

wherein said second lens unit consists of, in order from the object side to the image side, a positive lens element, a negative lens element and a positive lens element.

4/6. (New) A zoom lens according to Claim 4/6,

wherein said second lens unit has an aspherical surface closest to the object side.

4. (New) A zoom lens comprising, in order from an object side to an image side,

a first lens unit of negative refractive power, located closer to the object side than any lens units of the zoom lens, and

a second lens unit of positive refractive power, said second lens unit comprising a plural of lens elements and having a positive lens element located closest to the object side,

wherein the separation between the first lens unit and the second lens unit is varied during zooming.

19, 45. (New) A zoom lens according to Claim 44,

wherein said second lens unit has an aspherical surface closest to the object side.

3. 46. (New) A camera comprising:

a zoom lens according to Claim 29; and

an image pickup element provided on an image plane of said zoom lens.

163

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4. (New) A camera comprising:

a zoom lens according to Claim 33; and

an image pickup element provided on an image plane of said zoom lens.

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48. (New) A camera comprising:

a zoom lens according to Claim 34; and

an image pickup element provided on an image plane of said zoom lens.

49. (New) A camera comprising:

a zoom lens according to Claim 46; and

an image pickup element provided on an image plane of said zoom lens.

20.

50. (New) A camera comprising:

a zoom lens according to Claim 4; and

an image pickup element provided on an image plane of said zoom lens.

7

47